



THE FIRST NATIONAL BANK OF BOSTON

BOSTON, MASSACHUSETTS 02110

RECORDATION NO. 0364/B
Filed 1425

May 8, 1979

MAY 10 1979 - 3 25 PM

RECORDATION NO. 0364/A
Filed 1425

INTERSTATE COMMERCE COMMISSION
Secretary of Interstate
Commerce Commission

Washington, D.C. 20423

MAY 10 1979 - 3 25 PM
INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 0364
Filed 1425
MAY 10 1979 - 3 25 PM
INTERSTATE COMMERCE COMMISSION
Date
Fee \$ 100.00
ICC Washington, D. C.

Dear Sir:

We enclose for recording with your office the following:

1. Original and two (2) executed counterparts of a Chattel Mortgage dated as of January 2, 1979, between the following parties:

Mortgagor: THE COMMONWEALTH PLAN, INC.
2655 Campus Drive
San Mateo, CA 94403

Mortgagee: THE FIRST NATIONAL BANK OF BOSTON
100 Federal Street
Boston, MA 02110

2. Original and two (2) executed counterparts of a Railroad Equipment Leasing Agreement dated as of January 2, 1979, between the following parties:

Lessor: THE COMMONWEALTH PLAN, INC.
2655 Campus Drive
San Mateo, CA 94403

Lessee: SOUTHERN PACIFIC TRANSPORTATION COMPANY
San Francisco, CA

3. Original and two (2) executed counterparts of an Assignment dated as of January 2, 1979, with respect to the foregoing Railroad Equipment Leasing Agreement between the following parties:

Assignor: THE COMMONWEALTH PLAN, INC.
2655 Campus Drive
San Mateo, CA 94403

Assignee: THE FIRST NATIONAL BANK OF BOSTON
100 Federal Street
Boston, MA 02110

INTERSTATE
COMMERCE COMMISSION
RECEIVED

MAY 10 1979

ADMINISTRATIVE SERVICES
MAIL UNIT
FEE OPERATION BR.
I.C.C.

MAY 10 3 19 PM '79

RECEIVED

The FIRST NATIONAL BANK of BOSTON

-2-

The general description of the equipment covered by said Railroad Equipment Leasing Agreement is as follows:

<u>TYPE</u>	<u>AAR MECHANICAL DESIGNATION</u>	<u>NUMBER OF UNITS</u>	<u>SYMBOL AND NUMBERS</u>	<u>MARKINGS</u>
Used 70 ton ballast hopper cars	MWB	50	SPMW 4150- 4199	Southern Pacific Transportation Company and Property of The Commonwealth Plan, Inc., Owner and Lessor.

We also enclose our check in the amount of \$100. payable to the Secretary of Interstate Commerce Commission to cover the recordation fee. Would you please return one (1) copy of the recorded documents in due course for attention of the undersigned.

Very truly yours


(Miss) G. J. Kenney
Manager

The First National Bank
of Boston

P. O. Box 1963
Boston, MA 02105

Enclosures

CERTIFIED MAIL

MAY 10 1979 - 3 25 PM

INTERSTATE COMMERCE COMMISSION

ASSIGNMENT

The undersigned has entered into a loan agreement dated as of January 2, 1979 with The First National Bank of Boston (herein called "the Bank") in connection with property acquired and/or to be acquired by the undersigned and leased by the undersigned to Southern Pacific Transportation Company (herein called "the lessee") under a ^{Railroad Equipment} leasing agreement between the undersigned and said lessee dated as of January 2, 1979.

As contemplated in said loan agreement the undersigned, for value received, hereby assigns, transfers and sets over to the Bank any and all rents, renewal rents, fixed charges, mileage charges and other claims and rights to moneys due or to become due, together with any and all other rights of every kind and description of the undersigned under or arising out of the aforesaid leasing agreement and any individual leases thereunder heretofore or hereafter entered into between the undersigned and the lessee, excepting only title to or ownership of the property covered by said leases, primarily as security for the undersigned's indebtedness and liability to the Bank under said loan agreement and secondarily as security for any and all other liabilities and obligations of the undersigned to the Bank, direct or indirect, absolute or contingent, due or to become due, now existing or hereafter arising; it being understood, however, that the Bank does not by this assignment or otherwise assume any of the duties or obligations of the undersigned under said leasing agreement and shall not be responsible in any way for the performance by the undersigned of any of the covenants, terms or conditions thereof.

IN WITNESS WHEREOF the undersigned has duly executed this assignment as of the 2nd day of January 1979.

Attest:

THE COMMONWEALTH PLAN, INC.

Dana R. Muhlke
Assistant Secretary

By *Bruce Goodman* Form Approve
President
Counsel

STATE OF CALIFORNIA)
COUNTY OF SAN MATEO) SS:

On this 11th day of January, 1979, before me personally appeared Bernard Goldman, to me personally known, who, being by me duly sworn, says that he is President of The Commonwealth Plan, Inc., that the seal affixed to the foregoing Assignment is the corporate seal of said corporation, that said Assignment was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing Assignment was the free act and deed of said corporation.



Gail L. Erikson
Notary Public

My commission expires Dec. 12, 1980.